

EXHIBIT A

Certification of Robert M. Novick

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*Special Counsel for Debtors
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	: Chapter 11
	:
LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u>	: No. 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
	:
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**CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS
FOR PROFESSIONALS IN RESPECT OF FIFTH INTERIM APPLICATION OF
KASOWITZ, BENSON, TORRES & FRIEDMAN LLP, AS SPECIAL COUNSEL
FOR THE DEBTORS, FOR INTERIM ALLOWANCE OF COMPENSATION
FOR PROFESSIONAL SERVICES RENDERED AND FOR REIMBURSEMENT
OF ACTUAL AND NECESSARY EXPENSES INCURRED
FROM JUNE 1, 2011 THROUGH SEPTEMBER 30, 2011**

I, Robert M. Novick, hereby certify that:

1. I am an attorney admitted to practice before the courts of the State of New York and the United States District Court for the Southern District of New York. I am a member of the law firm of Kasowitz, Benson, Torres & Friedman LLP ("KBT&F"), special counsel to Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors" and, collectively with their

non-debtor affiliates, "Lehman").¹

2. I submit this certification in accordance with the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases* adopted by the Court on April 19, 1995, and the *Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases* adopted by the Court on June 20, 1991 (collectively, the "Local Guidelines"), the *United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* adopted on January 30, 1996 (the "UST Guidelines"), this Court's *Fourth Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* (the "Interim Compensation Order"), and this Court's *Order Appointing Fee Committee and Approving Fee Protocol* (the "Fee Protocol Order," and together with the Local Guidelines, the UST Guidelines, and the Interim Compensation Order, the "Guidelines").

3. This certification is made in respect to the *Fifth Interim Application of Kasowitz, Benson, Torres & Friedman LLP, Special Counsel to the Debtors and Debtors in Possession in the Above Captioned Case, For Interim Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred From June 1, 2011 through September 30, 2011* (the "Fifth Interim Application").

4. All of the services for which compensation is sought by KBT&F were performed for and on behalf of the Debtors and not on behalf of any other person or entity.

5. No agreement exists between KBT&F and any other entity for the sharing of compensation received or to be received for services rendered in or in connection with the

¹ Defined terms used herein, but not defined herein, are intended to have the meaning ascribed to them in the Fifth Interim Application.

above-captioned cases.

6. In accordance with the Local Guidelines, I hereby certify that:

- a. I have read the Fifth Interim Application;
- b. To the best of my knowledge, information and belief, formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines;
- c. To the best of my knowledge, information and belief, the fees and disbursements sought are billed at rates, and in accordance with practices customarily employed by KBT&F and generally accepted by KBT&F's clients; and
- d. In providing a reimbursable service, KBT&F does not make a profit on that service, whether the service is performed by KBT&F in-house or through a third party.

7. In respect of A.2 of the Local Guidelines, I certify to the best of my knowledge, information and belief, formed after reasonable inquiry, that KBT&F has provided, on a monthly basis, statements of its fees and disbursements accrued during the previous month, by serving monthly statements in accordance with the Interim Compensation Order.

8. In respect of A.3 of the Local Guidelines, I certify that copies of the Fifth Interim Application are being provided to (a) the Debtors, (b) bankruptcy counsel for the Debtors, (c) the Office of the United States Trustee, and (d) the chairperson of the Fee Committee in accordance with the Interim Compensation Order.

Dated: December 14, 2011
New York, New York

/s/ Robert M. Novick
Robert M. Novick